

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

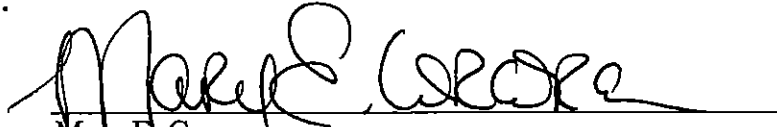
In re:) Chapter 11
)
Fleming Companies, Inc., et al.,¹) Case No. 03-10945 (MFW)
) (Jointly Administered)
Debtors.)

AFFIDAVIT OF SERVICE


Mary E. Corcoran being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C. and that on the 4th day of August 2003 she caused a copy of the following document(s) to be served upon the following service list(s) in the manner indicated:

NOTICE OF FILING OF SECOND FEE APPLICATION OF RIDER BENNETT, LLP FOR ALLOWANCE OF ADMINISTRATIVE CLAIM FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE INTERIM PERIOD JUNE 1, 2003 THROUGH JUNE 30, 2003;

SECOND FEE APPLICATION OF RIDER BENNETT, LLP FOR ALLOWANCE OF ADMINISTRATIVE CLAIM FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE INTERIM PERIOD JUNE 1, 2003 THROUGH JUNE 30, 2003.


Mary E. Corcoran

Sworn to and subscribed before me this 4th day of August, 2003


Notary Public

**CAMILLE E. ENNIS
NOTARY PUBLIC
STATE OF DELAWARE**

My Commission Expires: 5/13/2004

My commission expires May 13, 2004

¹ The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; Favar Concepts, Ltd.; Fleming Foods Management Co., L.L.C.; Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

Fleming Companies, Inc.

Core Group Service List

Case No. 03-28587

Document No. 71568

04 - Hand Delivery

08 - First Class Mail

(Counsel for Fleming Companies, Inc.)

Laura Davis Jones, Esquire

Chris J. Lhulier, Esquire

Pachulski, Stang, Ziehl, Young,

Jones & Weintraub P.C.

919 North Market Street, 16th Floor

P.O. Box 8705

Wilmington, DE 19899-8705

Interoffice Delivery – (LA office)

(Counsel for Fleming Companies, Inc.)

Ira D. Kharasch, Esquire

Pachulski, Stang, Ziehl, Young,

Jones & Weintraub P.C.

10100 Santa Monica Blvd., #1100

Los Angeles, CA 90067

Hand Delivery

(Parcels)

Vito I. DiMaio

Parcels, Inc.

917 King Street

Wilmington, DE 19801

Hand Delivery

(Office Of The United States Trustee)

Joseph McMahan, Esquire

J. Caleb Boggs Federal Building

844 N. King Street, Suite 2313

Lock Box 35

Wilmington, DE 19801

Hand Delivery

(Counsel to Debtors' Senior Secured Lenders and Deutsche Bank Trust Company Americas)

Scott D. Cousins, Esquire

William E. Chipman, Jr., Esquire

Greenberg Traurig LLP

The Brandywine Building

1000 West Street, Suite 1540

Wilmington, DE 19801

Hand Delivery

(Counsel to Unsecured Creditors Committee)

David M. Fournier

Pepper Hamilton LLP

1201 Market Street, Suite 1600

PO Box 1709

Wilmington, DE 198999

First Class Delivery

(Counsel to Fleming Companies, Inc.)

Richard Wynne, Esquire

Shirley S. Cho, Esquire

Kirkland & Ellis

777 South Figueroa Street

Los Angeles, CA 90017

First Class Delivery

(Counsel to Debtors' Senior Secured Lenders and Deutsche Bank Trust Company Americas)

Andrew P. DeNatale, Esquire

Daniel Ginsberg, Esquire

White & Case

1155 Avenue of the Americas

New York, NY 10036-2787

First Class Delivery

(Counsel to Unsecured Creditors Committee)

I. William Cohen, Esquire

Pepper Hamilton LLP

100 Renaissance Center, Suite 3600

Detroit, MI 48243-1157

First Class Delivery

(PACA Group, and parties in interest Doc#
39)

Lawrence H. Meuers, Esquire
Meuers Law Firm, P.L.
5395 Park Central Court
Naples, FL 34109

First Class Delivery

(Counsel to Unsecured Creditors
Committee)(

Paul S. Aronzon, Esquire
Milbank, Tweed, Hadley & McCloy LLP
601 South Figueroa Street
Los Angeles, California 90017

First Class Delivery

(Indenture Trustee-Bankers Trust (Deutsche
Bank)

Calyan Das, Esquire
Seward & Kissel, LLP
One Battery Park Plaza
New York, NY 10004

First Class Delivery

(Indenture Trustee to 5 1/4% Convertible
Notes)

James Comeaux, Esquire
Bank One, N.A.
1111 Polaris Parkway
Suite 1-K, OH1-0181
Columbus, OH 43240

First Class Delivery

(Counsel to Indenture Trustee to
Manufacturers and Traders Trust Bonds)

Paul Groenwegen, Esquire
Hodgson & Russ LLP
3 City Square
Albany, NY 12207